©2011 Marvel Characters, Inc. All rights reserved.

WWW.MARVEL.COM

And there came a day, a day unlike any other, when Earth's mightiest heroes found themselves united against a common threat! On that day, the Avengers were born--to fight the foes no single super hero could withstand!

THE NEW AVENGERS

Months ago, a devastating confrontation paired the X-Men and the New Avengers against the reality-altering powers of mutant and one-time Avenger Wanda Maximoff, the Scarlet Witch. Afterwards, most of the mutants on Earth woke up to find themselves human--without their mutant gene.

Only a few hundred mutants remain on Earth, when once there were millions. The truth about what happened and the Scarlet Witch's involvement remains a secret to the general public in order to keep the remaining mutants safe from a growing anti-mutant hysteria.

Those who do remember refer to it as the "House of M."

Today, a mysterious energy force has hit the planet Earth and has taken the small town of North Pole, Alaska with it. Coming out of the wreckage, a figure of unspeakable power now speeds across Canada. Nothing S.H.I.E.L.D. has thrown at it has stopped its momentum. Even the Canadian super team Alpha Flight has fallen to the creature's power.

When the figure turns towards the United States, S.H.I.E.L.D. has no choice but to call Earth's mightiest heroes . . .

Writer
Brian Michael Bendis

Penciler
Mike Deodata, Jr.

Inker
Joe Pimentel

Colorist
Dave Stewart

Letterer
RS & Comicraft's Albert Deschesne

Production
Kate Levin

Assistant Editors
Molly Lazer & Aubrey Sitterson

Associate Editor
Andy Schmidt

Editor
Tom Brevoort

Editor in Chief
Joe Quesada

Publisher
Dan Buckley

© 2011 Marvel Characters, Inc. All rights reserved. All characters featured in this issue and the distinctive names and likenesses thereof, and all related indicia are trademarks of Marvel Characters, Inc. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental.

DETROIT--HIGHLAND PARK
THE 1980'S WILL RISE AGAIN!
SO SICK OF HER CRAP, MAN, I AM SO SICK OF IT. SHE'S A LIAR.
I KNOW.
SHE LIED RIGHT TO MY FACE.
SO, THIS IS GOING TO BE MY WHOLE DAY? LISTENING TO THIS?
YES!
WELL, CAN WE JUST CALL A TIME-OUT ON--

YOU KIDS GOT SCHOOL?
DID--DID MY MOM CALL YOU GUYS?
GO.
OKAY, AVENGERS...
...SPREAD OUT.

MA'AM.

SCHOOL BUS

LOOK!! LOOK!!!

UH... WHOA!

RUSSELL AIN'T HERE NO MORE.

STOP DEALIN'. STOP THE HUSTLE.

OR WE WILL BEAT THE *HELL* FROM YOU.

WHAT???!

YOU KNOW WHO YOU TALKIN' TO, MUTHER--??!!

WAIT! WAIT, I KNOW WHO THIS IS.

YO, LOOK!!

YEAH.

BE GONE.

OH M-- STOP THE VAN!!

YO YO YO!

RUSSELL, WHERE YOU BEEN ALL AFTER--

OH MY GOD!

GET THE CAMERA!

YOU TURN THAT CAMERA OFF EVEN FOR A SECOND AND I'M NEVER SLEEPING WITH YOU AGAIN.

DELICATESS

YOU DON'T SLEEP WITH ME NOW.

LIFE'S NOT OVER.

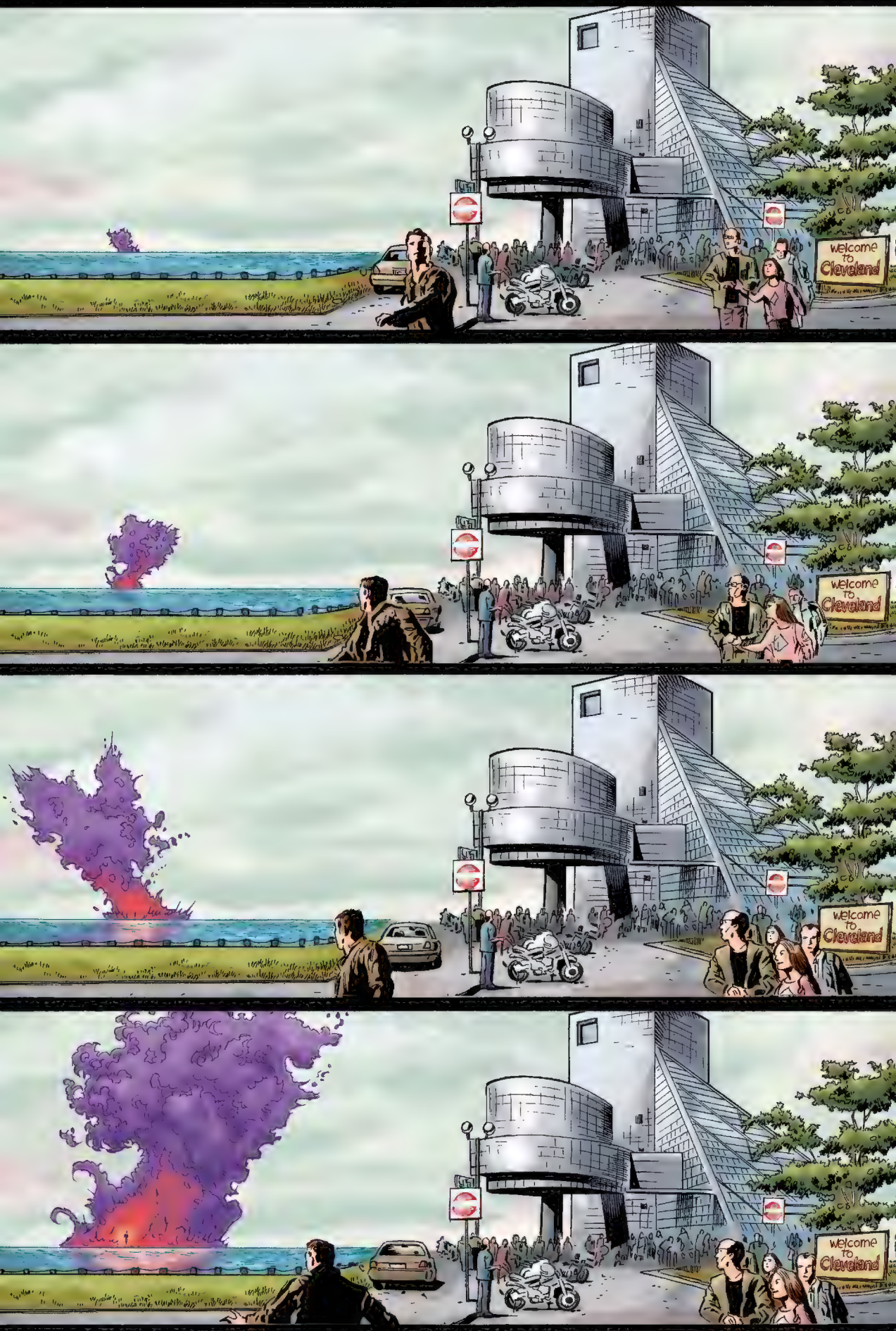
UM, UH, CAPTAIN AMERICA?
GOOD MORNING.
HI, UH, CHANNEL SIXTY-TWO, CBS DETROIT.
UM, YEAH, WE WERE JUST RIDING BY AND WE COULDN'T HELP NOTICE THE AVENGERS ARE JUST STANDING HERE.
YES.
IS IT REALLY YOU?
YES.
WHAT'S--AGH--WHAT'S GOING ON?
I'D DIRECT YOUR QUESTIONS TO MISTER LUKE CAGE, WHO IS STANDING RIGHT OVER THERE.
OH, UH, OKAY...
MISTER CAGE, HI. NICOLETTE JAMES, CHANNEL SIXTY-TWO CBS NEWS...
CAN YOU TELL US WHAT YOU ARE DOING HERE IN DETROIT?
WHY ARE THE NEW AVENGERS JUST STANDING HERE?

MUCH LOVE.
WELL, YOU CAN THANK THE MAYOR OF NEW YORK FOR THIS--HE GAVE ME THE IDEA.
HE HAS A THING CALLED IMPACT POLICE WORK. YOU KNOW WHAT THAT IS?
THE MAYOR--HE'LL TAKE A WHOLE BUNCH OF POLICE AND HE'D SEND THEM ALL TO AN AREA OF A REALLY BAD NEW YORK NEIGHBORHOOD.
A *REALLY* BAD NEIGHBORHOOD, LIKE THIS ONE.
NO OFFENSE TO Y'ALL WHO LIVE HERE, BUT IF YOU GOT BARS ON YOUR WINDOWS AND A CAR ON FIRE ON YOUR STREET...IT'S A BAD NEIGHBORHOOD.
HE TAKES HIS COPS AND HE JUST LITTERS A TWO-BLOCK AREA WITH 'EM.
AND ALL THOSE SELLING DRUGS OR PROSTITUTING THEMSELVES OR WHATEVER $%#@ THEY WERE UP TO, WOULD WISELY RUN AWAY OR FACE THE WRATH--
--GIVING THE PEOPLE WHO LIVE THERE AN OPPORTUNITY TO LIVE THEIR LIVES AND RAISE THEIR KIDS.
AND AFTER A WEEK OR TWO, THE MAYOR WOULD MOVE THE COPS A FEW BLOCKS OVER TO ANOTHER NEIGHBORHOOD ALTOGETHER.
AND THE SAME THING HAPPENS AGAIN. THE COPS COME AND ALL THE RATS RUN AWAY.
AND THE INTERESTING THING IS THAT EVEN AFTER ALL THE COPS HAD GONE, THE CRIME IN THAT NEIGHBORHOOD WOULD STAY DOWN.
THE RATS WOULD BE SO WORRIED THAT THE COPS WERE COMING *BACK* THAT THEY WOULDN'T BOTHER THE NEIGHBORHOOD NO MORE.
SO WHEN CAPTAIN AMERICA OVER THERE WAS NICE ENOUGH TO OFFER ME A PLACE ON THE AVENGERS, I SAID TO THE MAN THAT THERE'S SOME THINGS I WANT TO DO DIFFERENTLY THAN THE AVENGERS HAD DONE BEFORE...
...AND *THIS* IS ONE OF THOSE.
THIS IS *IMPACT* SUPER-HERO WORK.
INSTEAD OF SIPPING TEA AND PLAYING X-BOX AND WAITING FOR THE NEXT ALIEN INVASION--
--ON OUR DAYS OFF WE'RE GOING TO PUT ON OUR HAPPY SUITS...
...AND WE'RE COMING TO YOUR NEIGHBORHOOD.
AND WE ARE JUST GOING TO STAND THERE.

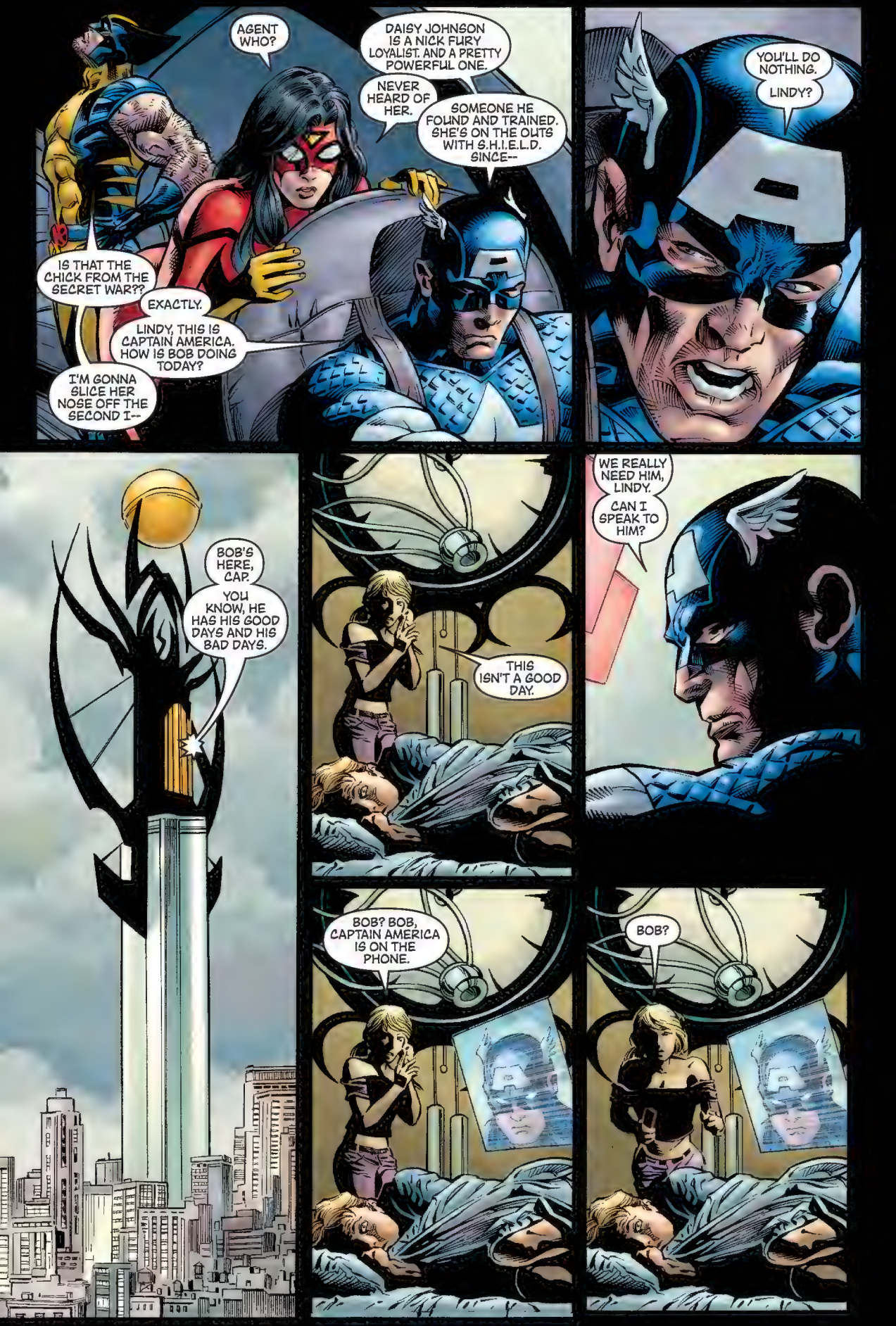
AND WE AIN'T JUST COMING FOR THE DRUG PUSHERS AND SCUMBAGS.
WE'RE GOING TO POINT OUT SOMETHING JUST LIKE THAT.
AN ABANDONED BUILDING BEING USED AS A CRACK HOUSE, SITTING RIGHT NEXT DOOR TO A DAMN ELEMENTARY SCHOOL!
AND WE'RE GOING TO ASK THE GUYS IN CHARGE HOW SOMETHING LIKE THAT IS ALLOWED TO BE.
AND WE'RE GOING TO KEEP ON DOIN' IT UNTIL WE EMBARRASS THEM ENOUGH TO DO SOMETHING ABOUT IT.
AND IF THAT DON'T WORK, I'M GONNA COME BACK HERE AND I'M GONNA KNOCK IT DOWN WITH MY BARE HANDS.
HE'S VERY GOOD AT THIS.
AND HE DOESN'T EVEN KNOW IT.
SO THIS IS A WARNING...?
A WARNING TO THOSE WHO NEED TO BE WARNED.
AND TO EVERYONE ELSE-- JUST GIVIN' YA THE HEADS-UP.
TELLIN' YA HELP IS ON THE WAY.
UH-OH.
WHAT?
AVENGERS ASSEMBLE!!
WE GOTTA GO?
GOTTA GO.
GO WHERE? WHERE ARE YOU GOING?

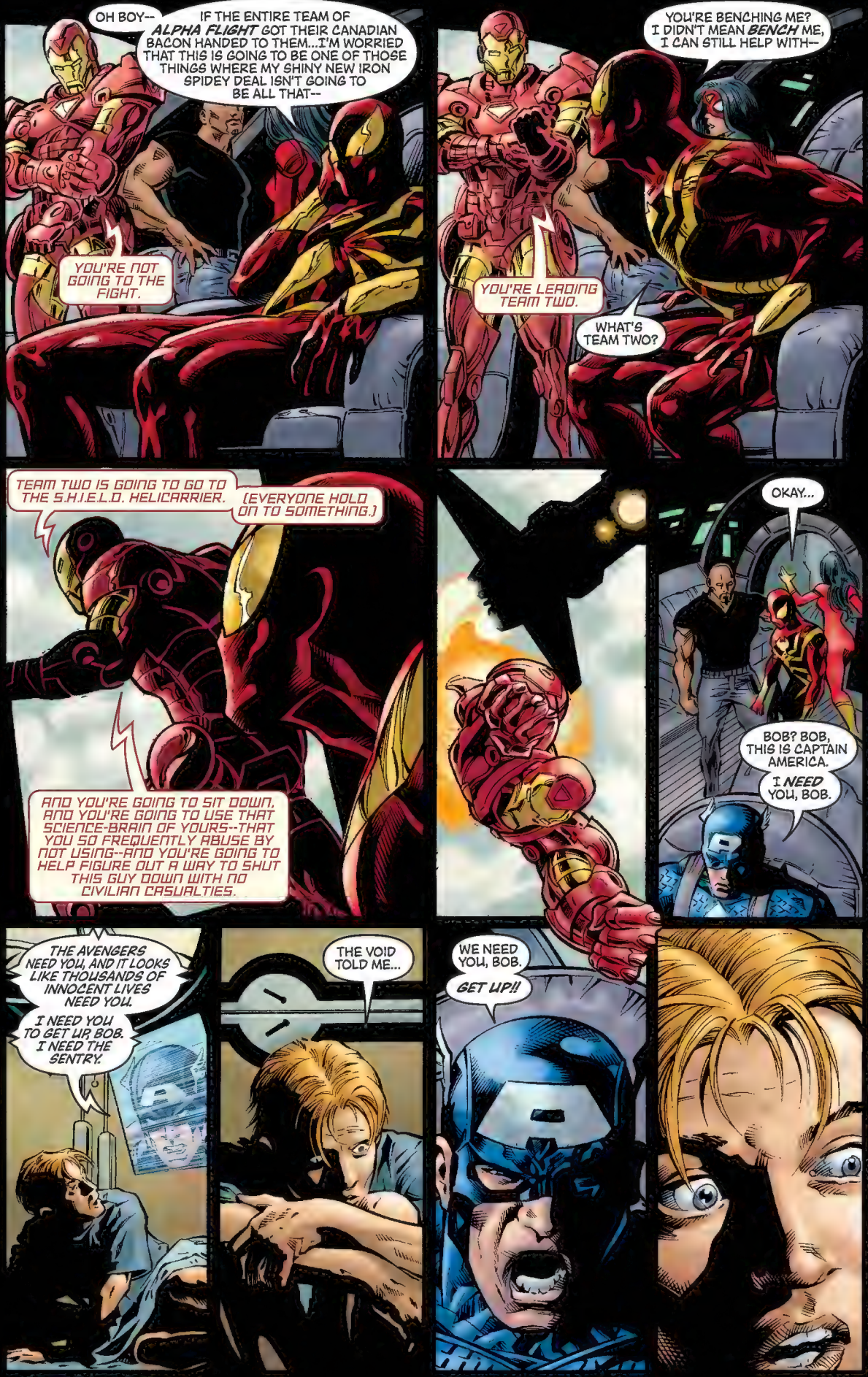
GUYS, YOU REMEMBER S.H.I.E.L.D. DIRECTOR MARIA HILL...
MS. HILL, REPEAT TO THE GROUP WHAT YOU JUST TOLD ME.
WE HAVE A CODE WHITE THREAT HEADING RIGHT TOWARDS THE UNITED STATES.
WE E.T.A. ITS ARRIVAL ON THE AMERICAN BORDER AT ABOUT 14 MINUTES.
WHAT IS IT?
IT'S A MALE HUMANOID OF UNDETERMINED ORIGIN AND POWER LEVEL.
WE HAVE NO OTHER INTEL ON IT, EXCEPT IT TOUCHED DOWN AND COMPLETELY DESTROYED A SMALL TOWN IN ALASKA AND THEN--
TOUCHED DOWN?
LIKE IT LANDED THERE?
WE DON'T KNOW.
BUT IT IS HEADING ON FOOT THROUGH CANADA AND HAS DESTROYED ANYTHING THAT HAS GOTTEN IN ITS PATH.
INCLUDING CIVILIANS, A FEW DOZEN S.H.I.E.L.D. AGENTS AND MILITARY HARDWARE.
THE FOLLOWING CANADIAN INTEL FOOTAGE, WHICH IS CLASSIFIED EYES ONLY, IS THE BEST VISUAL WE HAVE.
BRACE YOURSELVES--IT'S NOT PRETTY.
OH MY GOD...
DAMN...
IS THAT ALPHA FLIGHT?

IT WAS.
THE FANTASTIC FOUR ARE NOT CURRENTLY IN THIS DIMENSION. WE NEED YOU.
COMMANDER, WE'LL NEED BATTALION BACKUP AND A S.H.I.E.L.D. CIVILIAN EVAC CREW.
FRANKLY, BOTH THE PRESIDENT AND I ARE RELUCTANT TO PUT ANY MORE NON-POWERED PERSONNEL IN THE FIELD UNTIL WE HAVE A PLAN OF ACTION.
THIS THING WENT RIGHT THROUGH EVERYTHING WE'VE PUT IN ITS WAY.
AS FAR AS AN EVACUATION-- WE'VE INFORMED LOCAL AUTHORITIES, BUT IT'S TOO LATE.
TOO LATE?
IT'S MOVING TOO FAST.
IT'S ALREADY THERE.
THERE WHERE?


welcome to Cleveland
welcome to Cleveland
welcome to Cleveland
welcome to Cleveland

CAROL DANVERS, PLEASE.
CAROL, THIS IS IRON MAN. WE NEED YOU.
X-MEN AIN'T ANSWERING.
NOT ANSWERING? WHAT IF IT'S AN EMERGENCY, YOU KNOW, LIKE NOW?
DIRECTOR, WE'RE CALLING IN REINFORCEMENTS-- I NEED SOME HIGH-LEVEL POWER.
WHATEVER YOU NEED, CAPTAIN.
Y'KNOW, AFTER HOUSE OF M, THE MUTANTS THAT WERE LEFT PRETTY MUCH STOPPED PICKING UP THE PHONE.
I WANT S.H.I.E.L.D. AGENT DAISY JOHNSON.
NO.
COMMANDER... CIVILIANS.
I'LL GET HER TO YOU.


AGENT WHO?
DAISY JOHNSON IS A NICK FURY LOYALIST. AND A PRETTY POWERFUL ONE.
NEVER HEARD OF HER.
SOMEONE HE FOUND AND TRAINED. SHE'S ON THE OUTS WITH S.H.I.E.L.D. SINCE--
IS THAT THE CHICK FROM THE SECRET WAR??
EXACTLY.
LINDY, THIS IS CAPTAIN AMERICA. HOW IS BOB DOING TODAY?
I'M GONNA SLICE HER NOSE OFF THE SECOND I--
YOU'LL DO NOTHING.
LINDY?
BOB'S HERE, CAP.
YOU KNOW, HE HAS HIS GOOD DAYS AND HIS BAD DAYS.
THIS ISN'T A GOOD DAY.
WE REALLY NEED HIM, LINDY.
CAN I SPEAK TO HIM?
BOB? BOB, CAPTAIN AMERICA IS ON THE PHONE.
BOB?

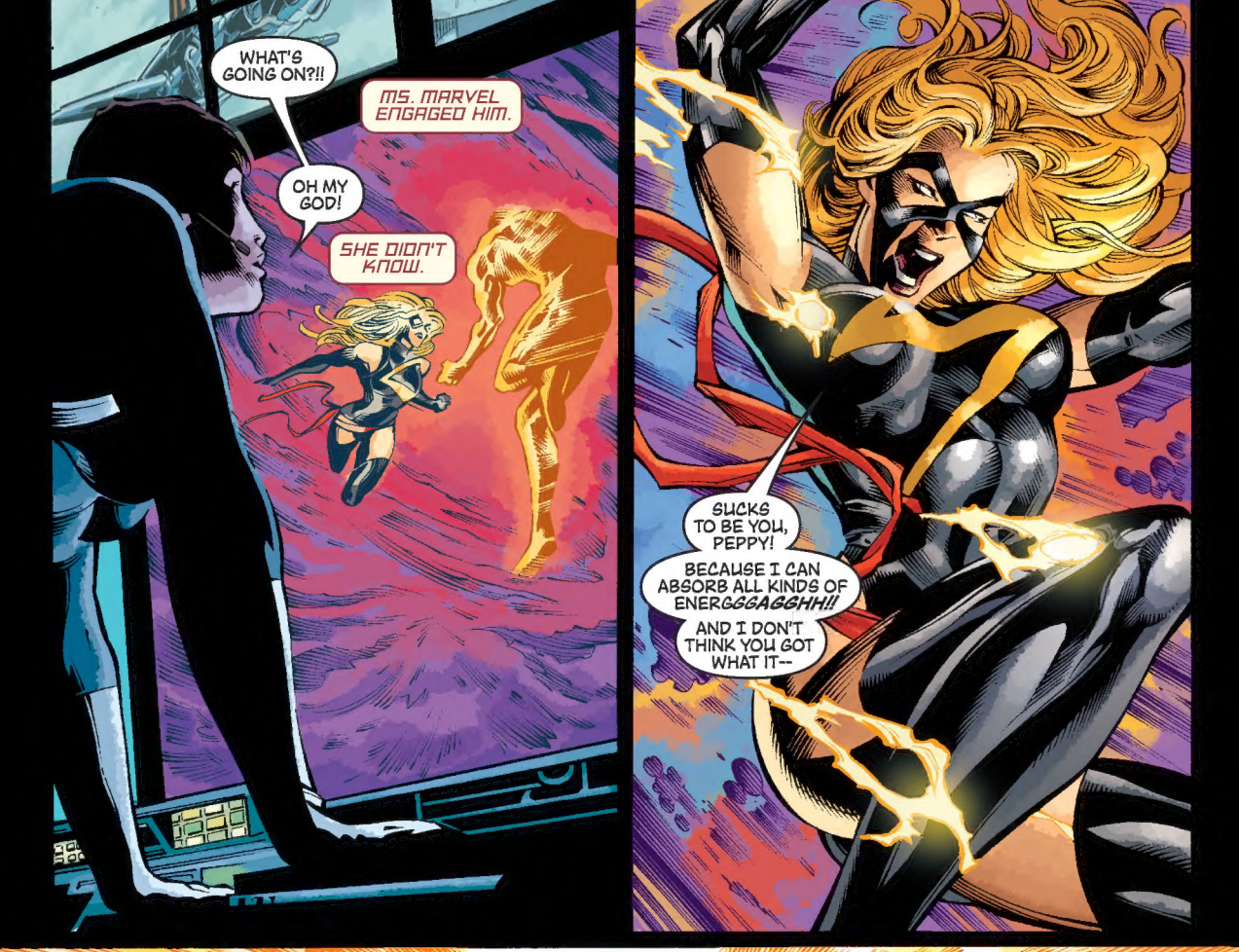

OH BOY--
IF THE ENTIRE TEAM OF *ALPHA FLIGHT* GOT THEIR CANADIAN BACON HANDED TO THEM...I'M WORRIED THAT THIS IS GOING TO BE ONE OF THOSE THINGS WHERE MY SHINY NEW IRON SPIDEY DEAL ISN'T GOING TO BE ALL THAT--
YOU'RE NOT GOING TO THE FIGHT.
YOU'RE BENCHING ME? I DIDN'T MEAN *BENCH* ME, I CAN STILL HELP WITH--
YOU'RE LEADING TEAM TWO.
WHAT'S TEAM TWO?
TEAM TWO IS GOING TO GO TO THE S.H.I.E.L.D. HELICARRIER.
(EVERYONE HOLD ON TO SOMETHING.)
AND YOU'RE GOING TO SIT DOWN, AND YOU'RE GOING TO USE THAT SCIENCE-BRAIN OF YOURS--THAT YOU SO FREQUENTLY ABUSE BY NOT USING--AND YOU'RE GOING TO HELP FIGURE OUT A WAY TO SHUT THIS GUY DOWN WITH NO CIVILIAN CASUALTIES.
OKAY...
BOB? BOB, THIS IS CAPTAIN AMERICA.
I *NEED* YOU, BOB.
THE AVENGERS NEED YOU, AND IT LOOKS LIKE THOUSANDS OF INNOCENT LIVES NEED YOU.
I NEED YOU TO GET UP, BOB. I NEED THE SENTRY.
THE VOID TOLD ME...
WE NEED YOU, BOB.
GET UP!!

THIS IS IRON MAN BROADCASTING LIVE FROM CLEVELAND, OHIO.
I HAVE VISUAL CONFIRMATION OF SUSPECT.
I'M DOING A FULL READINGS SCAN, AND I HAVE NO IDEA WHAT I AM LOOKING AT.
IRON MAN, THIS IS MARIA HILL. WE HAVE NO REFERENCE MATCH FOR HIM EITHER.
WELL, NOT TO ALARM YOU TOO MUCH, BUT MY CATALOGUE OF REFERENCE FOR OTHERWORLDLY ENERGIES AND ENTITIES IS PRETTY EXHAUSTIVE.
I HAVE THE COMBINED RESEARCH OF BOTH MYSELF AND REED RICHARDS.
SKRULL, KREE, BROOD, SHI'AR, NEGATIVE ZONE, WE HAVE IT ALL CATALOGUED...
NOT BEING ABLE TO GET A READ ON THIS IS PRETTY MUCH TERRIFYING.
I'M GOING TO TRY TO MAKE PEACEFUL CONTACT, OVER.
I WOULDN'T DO THAT, IRON MAN. THAT WAS ALPHA FLIGHT'S MISSION AS WELL.
THERE ARE PEOPLE HERE. I HAVE TO DO SOMETHING.
ARMOR: FULL SHIELDS UP.
FULL SHIELDS
MAKE IT FULLER THAN FULL.
REPEAT COMMAND
JUST... FULL SHIELDS.

GOOD MORNING.
THEY CALL ME IRON MAN.
I'M ONE OF EARTH'S AVENGERS.
I BELIEVE WE HAVE A BIT OF A REPUTATION ON OTHER WORLDS AS WELL AS HERE ON OUR OWN.
HAVE YOU HEARD OF US?
HE STOPPED.
IRON MAN, THIS IS THE FIRST TIME HE'S STOPPED MOVING SINCE HE LANDED.
CAREFUL.
CAN YOU SPEAK?
OR COMMUNICATE WITH US IN ANY WAY SO I CAN SEE IF OUR UNIVERSAL TRANSLATOR CAN UNDERSTAND YOU?

THESE READINGS ARE INSANE.
ARMOR, ENERGY ANALYSIS.
SEND US WHAT YOU HAVE.
PLEASE HOLD
WHO ARE YOU?
AND WHAT DO YOU WANT?
MM...
AM I NUTS, OR DOES HE SEEM KINDA HUMAN?
DOESN'T MEAN ANYTHING.
MIK...
...AL...
RUNNING A LINGUISTICS SCAN.
SOUNDED LIKE HE SAID "MICHAEL".
MICHAEL?
IS YOUR NAME MICHAEL?
Ys.
YOU'RE NOT KORVAC, ARE YOU?
MICHAEL.
OKAY, MICHAEL, ARE YOU HUMAN?
Ys.
MICHAEL, WHY ARE YOU HURTING PEOPLE?
WHERE ARE YOU GOING?
You--

CAROL, NO!!!
BOOM


WHAT'S GOING ON?!!
OH MY GOD!
MS. MARVEL ENGAGED HIM.
SHE DIDN'T KNOW.
SUCKS TO BE YOU, PEPPY!
BECAUSE I CAN ABSORB ALL KINDS OF ENERGGGAGGHH!!!
AND I DON'T THINK YOU GOT WHAT IT--

SEAT BELTS!
WELCOME TO TOLEDO
UGH...

UH-OH...
TO BE CONTINUED...

AVENGERS ASSEMBLE!

Yo yo yo!

Hey, its Brian Bendis back once again for a big ol' Avengers news page. We're going to rip one out old school bullpen style because there are a lot of little bits of news to get to.

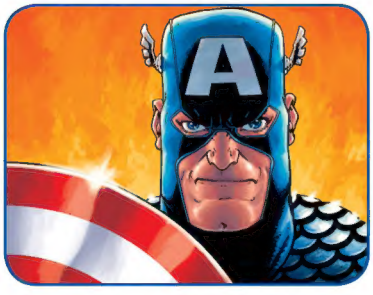
First off, I do not hate Canadians. In fact, I'm married to a Canadian. So I am truly sorry for shocking the Alpha Flight fans. But fear not, my northern brothers, it seems that, all said and done, their defeat in NEW AVENGERS #16 was only a bit of deck clearing for the super Canucks. Alpha Flight is heading towards a major revamp courtesy of Mark Millar's CIVIL WAR extravaganza. Canada is going to be knee-deep in super heroes before you know it. So sit tight and stop defacing pictures of me in *Wizard*.

Speaking of CW (that's what we call CIVIL WAR here in the mighty house of acronyms), I read the first few scripts of this truly gigantic series, and I think they may very well be Mark Millar's finest achievement in comics. Not as a great an achievement as that junk about Jim Caviezel being Superman and betting the Ain't It Cool News guy money on it just to promote his turn on WOLVERINE. That was genius. It's not THAT good, but it's pretty damn amazing. As for why was I reading the scripts, well...

As you may or may not have figured out from the info already out on CIVIL WAR, the series does affect the characters in the very book you are holding now in a huge, huge way. Yes, the Avengers, new as they may be, are about to go through a seismic change. The Civil War is going to rip this team apart. You may well be reading the very last adventure of the New Avengers as we know them. But not only will you be reading what happens to them in the pages of CW, you'll be reading about it right here in this book as well. So...

Starting with issue #21, we unveil a brand new storyline called--hold on to your yarmulkes--NEW AVENGERS...wait for it...DISSASEMBLED. Oh! Yes, I'm doing it again! And this storyline will be like no other you've ever seen from us. Each issue will be self-contained and will be told from the point of view of one of the major players in the CW Avengers. It'll feature all-new material not covered in the CW series but which happens during the events in CW. And not only that, but each issue will be drawn by a very, very special guest artist who has been hand-selected to draw each of these stories, and, in turn, each issue is being written specifically for them.

And the artist for issue #21, I am so, so, so pleased to announce, is comics legend Howard Chaykin.



Howard is my hero. He is a major, major influence on me as a creator, and I am thrilled beyond description that he agreed to do this. Not only that, but there's something he has always wanted to do but never got a chance in his thirty-some year career --and that's to draw Captain America.

Yes, we delve straight into Cap's p.o.v. of the shocking events that befall his life after the first issue of CW and how it affects his standing with the Avengers.

If you aren't familiar with Howard's influential works, *American Flagg*, *The Shadow* and his excellent *Challengers of the Unknown* series, look for them or at the very least Google them. You'll be glad you did.

The others artists for Disassembled are...drum roll... Leinil Yu, Adi Granov, Jim Cheung and a very special fifth artist that, well, Tom B. tells me it's just too soon to announce. I know that sounds like code for "we don't have one," but we do. We're just not telling you. Nyah nyah. Maybe next month.

Who will these fantastic artists be drawing? Well, next month for that, too.

And, hey, if I sound overly excited about all this, I am. This is a really amazing time to be making comics for you. A lot of your favorite comic artists and writers have been firing on all cylinders, and it inspires the @^%# out of me.

Next month we'll take a minute out of our day to talk to Steve McNiven, who left this book to blow the roof off the joint on CIVIL WAR.

And if you have specific questions or concerns or just want to hang out with comic fans of all types, stop by my site Jinxworld.com, where we just posted a FOUR-HOUR FREE PODCAST answering ever reader question submitted. So stop by and enjoy.

Brian Bendis

SPOTLIGHT BOOK OF THE MONTH

MS. MARVEL
By Brian Reed and Roberto De La Torre

Straight out of the pages of NEW AVENGERS and HOUSE OF M! Call your friends, wake the neighbors, shout it from the rooftops! For the first time in over two decades, Ms. Marvel stars in her own ongoing series! Come along for one heck of a wild ride as Brian Reed (co-writer of the thrilling SPIDER-WOMAN: ORIGIN) joins forces with penciler extraordinaire Rob De La Torre for an action-packed adventure that includes special guest stars Captain America and Jessica Jones. All this and an alien invasion that could mean the end of life on Earth, is tucked inside a cover by Eisner Award-nominated Frank Cho!

ON SALE MARCH 2006

ANNIHILATION: PROLOGUE: The galaxy-spanning Annihilation Wave launches into the biggest Marvel cosmic event since INFINITY GAUNTLET!

BOOKS OF DOOM #5: Doom begins his conquest of Latveria!

CAPTAIN AMERICA #16: Cap and Sharon Carter-in pursuit of the Winter Soldier!

CAPTAIN AMERICA 65th ANNIVERSARY SPECIAL: Cap, Bucky and the Commandos in WWII action!

FANTASTIC FOUR #536: Reed investigates a familiar object that has fallen from the heavens.

FANTASTIC FOUR: FIRST FAMILY #1: The secret story of FF's earliest days!

I ❤ MARVEL: MASKED INTENTIONS: Young love in the Marvel U. with Justice, Firestar, Squirrel Girl and Speedball!

IRON MAN #6: The Extremis-enhanced Iron Man in a final battle with Mallen!

IRON MAN: THE INEVITABLE #4: The return of a classic Iron Man foe!

MARVEL TEAM-UP #18: Trapped in the future, the League of Losers must make the ultimate sacrifice!

MS. MARVEL #1: Kicking off an all-new ongoing series–straight out of HOUSE OF M and NEW AVENGERS!

NEW AVENGERS #17: Who or what is the Collective?

NEW AVENGERS ILLUMINATI: Witness the history of Marvel's most mysterious team-how they came together and how they are ripped apart.

PULSE #14: Will Jessica Jones accept Luke Cage's proposal of marriage?

SENTINEL #5: Juston faces his most dangerous threat–the truth about his own family!

SENTRY #7: Is the Sentry really just a lunatic in an insane asylum?

SHE-HULK #6: Starfox on the stand equals love run amok!

SON OF M #4: Quicksilver returns to Genosha, with the Inhumans in pursuit!

SPIDER-GIRL #96: Spider-Girl and the Scarlet Spider seek the truth behind the vision of her death at the hands of the Scriers.

SPIDER-MAN UNLIMITED #14: David Finch, Ron Garney, and Dr. Doom!

SPIDER-WOMAN: ORIGIN #4: Jessica Drew's quest takes a sudden twist as a figure from her past returns!

THING #5: The well-to-do Ben Grimm returns to Yancy Street!

THUNDERBOLTS #100: A giant-sized extravaganza featuring Zemo vs. Photon! And the winner will save the universe.

X-FACTOR #5: Siryn is captured by a ruthless serial killer!

X-MEN: THE END--MEN AND X-MEN #3: The rise of Cassandra Nova!

YOUNG AVENGERS #11: Guest-starring the New Avengers as the Kree/Skrull War heats up!

MOLLY LAZER & AUBREY SITTERSON
ASST. EDITORS

ANDY SCHMIDT
ASSOCIATE EDITOR

TOM BREVOORT
EDITOR

JOE QUESADA
CHIEF

E-MAIL: MHEROES@MARVEL.COM
MARK E-MAIL "OKAY TO PRINT"